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December 11, 2006

## VIA ELECTRONIC SUBMISSION

Ms. Marlene H. Dortch Secretary Federal Communications Commission 445 12<sup>th</sup> St., SW, Room TWB-204 Washington, DC 20554

Re: Notice of Oral Ex Parte Communication

In the Matter of Review of AT&T Inc. and BellSouth Corp.

**Application** 

For Consent to Transfer of Control, WC Docket No. 06-74

Dear Ms. Dortch:

On Saturday December 9, 2006, I had a telephone conversation with Scott Deutchman, Legal Advisor to Commissioner Michael Copps, to discuss issues related to the aforementioned proceeding. We discussed the AT&T exparte previously filed on Friday October 13, 2006. In addition, we discussed merger conditions previously proposed by other parties in this proceeding, specifically the proposal for net neutrality. My statements were consistent with all of the filings made by AT&T and BellSouth in this proceeding.

One electronic copy of this Notice is being submitted to the Secretary of the FCC in accordance with Section 1.1206 of the Commission's rules.

Robert W. Zening.

Sincerely,

cc: Scott Deutchman